

Approval of the Financial Statements of ČEZ, a. s., and the Consolidated Financial Statements of CEZ Group for the Year 2023

Draft Resolution:

Draft resolution (1):

The General Meeting of ČEZ, a. s., approves the financial statements of ČEZ, a. s., prepared as of December 31, 2023.

Draft resolution (2):

The General Meeting of ČEZ, a. s., approves the consolidated financial statements of CEZ Group prepared as of December 31, 2023.

Rationale:

In accordance with the relevant provisions of the law and the Company's Articles of Association, the Board of Directors submits to the General Meeting the financial statements of ČEZ, a. s., and the consolidated financial statements of CEZ Group as of December 31, 2023.

Pursuant to Sec. 19a and Sec. 23a of the Act No. 563/1991 Coll., on accounting, as amended (hereinafter the "Accounting Act"), the financial statements of ČEZ, a. s., and the consolidated financial statements of CEZ Group as of December 31, 2023, were prepared in accordance with IFRS Accounting Standards as adopted by European Union. Both sets of prepared financial statements comprise, respectively, the following financial statements, or the consolidated financial statements: a balance sheet, a statement of income, a statement of comprehensive income, a statement of changes in equity, and a statement of cash flows and notes to the financial statements, or notes to the consolidated financial statements. In accordance with the relevant provisions of the Accounting Act, the financial statements and the consolidated financial statements have been audited by an independent auditor. The audit was performed by the company Deloitte Audit s.r.o. According to the independent auditor's opinion dated March 20, 2024, the financial statements give a true and fair view of the financial position of ČEZ, a. s., as at December 31, 2023, and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by European Union. According to the independent auditor's opinion dated March 20, 2024, the consolidated financial statements give a true and fair view of the consolidated financial position of CEZ Group as at December 31, 2023, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by European Union.

The financial statements of ČEZ, a. s., and the consolidated financial statements of CEZ Group are part of the CEZ Group's Annual Financial Report in their entirety, available to shareholders at the General Meeting and on the Company's website. The data from the financial statements and the consolidated financial statements, i.e., the balance sheet, statement of income, statement of comprehensive income, statement of changes in equity, and statement of cash flows, are also presented within the documents on this agenda item of the General Meeting of the Company published on the Company's website www.cez.cz under the link "Investors" in the section of "General Meetings" concerning the General Meeting of 2024.

Financial statements were discussed by the Board of Directors of ČEZ, a. s., audited by an independent auditor giving the opinions cited above, and reviewed by the Company's Supervisory Board concluding that it recommends their approval to the General Meeting. Based on the independent auditor's reports, the Board of Directors proposes that the General Meeting approve the financial statements of ČEZ, a. s., as of December 31, 2023, and the consolidated financial statements of CEZ Group as of December 31, 2023.

Selected Data from the Financial Statements of ČEZ, a. s., as of December 31, 2023

ČEZ, a. s. Balance Sheet as of December 31, 2023

In CZK Millions

	2023	2022
ASSETS:		
Plant in service	545,946	514,654
Less accumulated depreciation and impairment	(311,853)	(287,171)
Net plant in service	234,093	227,483
Nuclear fuel	16,002	11,873
Construction work in progress	13,457	13,473
Total property, plant and equipment	263,552	252,829
Restricted financial assets	18,224	15,215
Other non-current financial assets	182,991	157,686
Intangible assets	1,705	1,143
Investment properties	382	437
Deferred tax assets	-	47,885
Total other non-current assets	203,302	222,366
Total non-current assets	466,854	475,195
Cash and cash equivalents	5,680	33,012
Trade and other receivables	86,885	169,773
Income tax receivable	2	_
Materials and supplies	10,488	16,028
Fossil fuel stocks	2,056	300
Emission rights	23,196	21,216
Derivatives and other current financial assets	126,010	304,894
Other current assets	4,795	8,582
Total current assets	259,112	553,805
Total assets	725,966	1,029,000

ČEZ, a. s. Balance Sheet as of December 31, 2023

continued

In CZK Millions

	2023	2022
EQUITY AND LIABILITIES:		
Stated capital	53,799	53,799
Treasury shares	(1,334)	(1,334)
Retained earnings and other reserves	129,117	145,975
Total equity	181,582	198,440
Long-term debt, net of current portion	122,644	132,739
Provisions	143,009	122,067
Other long-term financial liabilities	4,363	38,659
Deferred tax liability	28,116	-
Total non-current liabilities	298,132	293,465
Short-term loans	7,240	52,933
Current portion of long-term debt	29,456	8,034
Trade payables	45,654	76,525
Income tax payable	356	15,117
Provisions	20,677	21,515
Derivatives and other short-term financial liabilities	139,881	358,311
Other short-term liabilities	2,988	4,660
Total current liabilities	246,252	537,095
Total equity and liabilities	725,966	1,029,000

ČEZ, a. s. Statement of Income for the Year Ended December 31, 2023

In CZK Millions

Basic Diluted

	2023	2022
Sales of electricity, heat and gas	206,998	183,634
Sales of services and other revenues	10,938	10,946
Other operating income	1,138	5,611
Total revenues and other operating income	219,074	200,191
Gains and losses from commodity derivative trading	16,499	44,262
Purchase of electricity, gas and other energies	(74,560)	(85,498)
Fuel and emission rights	(38,916)	(37,665)
Services	(14,377)	(11,090)
Salaries and wages	(10,828)	(10,694)
Materials and supplies	(2,526)	(2,127)
Capitalization of expenses to the cost of assets and change in own inventories	175	150
Depreciation and amortization	(19,670)	(18,021)
Impairment of property, plant and equipment and intangible assets	20	65
Impairment of trade and other receivables	97	(167)
Other operating expenses	(11,517)	(4,035)
Income before other income (expenses) and income taxes	63,471	75,371
Interest on debt	(9,611)	(6,806)
Interest on provisions	(6,300)	(2,390)
Interest income	8,114	4,998
Impairment of financial assets	140	(562)
Other financial expenses	(1,159)	(4,595)
Other financial income	15,257	11,665
Total other income (expenses)	6,441	2,310
Income before income taxes	69,912	77,681
	(41,818)	(13,859)
Income taxes		

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ČEZ, a. s. Statement of Comprehensive Income for the Year Ended December 31, 2023

In CZK Millions

	2023	2022
Net income	28,094	63,822
Change in fair value of cash flow hedges	83,603	(82,332)
Cash flow hedges reclassified to statement of income	22,371	87,843
Cash flow hedges reclassified to assets	(131)	403
Change in fair value of debt financial instruments	1,925	(887)
Deferred tax related to other comprehensive income	(75,260)	39,144
Net other comprehensive income that may be reclassified to statement of income or to assets in subsequent periods	32,508	44,171
Change in fair value of equity instruments	(305)	109
Deferred tax related to other comprehensive income	-	(405)
Net other comprehensive income not to be reclassified from equity	(305)	(296)
Total other comprehensive income, net of tax	32,203	43,875
Total comprehensive income, net of tax	60,297	107,697

ČEZ, a. s. Statement of Changes in Equity for the Year Ended December 31, 2023

In CZK Millions

	Stated capital	Treasury shares	Cash flow hedge reserve	Debt financial instruments	Equity financial instruments and other reserves	Retained earnings	Total equity
Balance as at January 1, 2022	53,799	(1,423)	(67,248)	(652)	(1,687)	133,639	116,428
Net income	-	-	-	-	-	63,822	63,822
Other comprehensive income	-	-	44,819	(648)	(296)	-	43,875
Total comprehensive income	-	-	44,819	(648)	(296)	63,822	107,697
Dividends	-	-	-	-	-	(25,727)	(25,727)
Sale of treasury shares	-	89	-	-	_	(47)	42
Exercised and forfeited share options	-	-	-	-	(4)	4	-
Balance as at December 31, 2022	53,799	(1,334)	(22,429)	(1,300)	(1,987)	171,691	198,440
Net income	-	-	-	-	-	28,094	28,094
Other comprehensive income	-	-	30,907	1,601	(305)	-	32,203
Total comprehensive income	-	-	30,907	1,601	(305)	28,094	60,297
Effect of business combinations	-	-	-	-	97	558	655
Dividends	-	-	-	-	-	(77,810)	(77,810)
Balance as at December 31, 2023	53,799	(1,334)	8,478	301	(2,195)	122,533	181,582

ČEZ, a. s. Statement of Cash Flows for the Year Ended December 31, 2023

In CZK Millions

	2023	2022
OPERATING ACTIVITIES:		
Income before income taxes	69,912	77,681
Adjustments of income before income taxes to cash generated from operations:		
Depreciation and amortization	19,670	18,021
Amortization of nuclear fuel	3,706	3,980
(Gains) and losses on non-current asset retirements	(1,484)	19
Foreign exchange rate loss (gain)	(899)	4,180
Interest expense, interest income and dividend income	(10,650)	(5,638)
Provisions	2,988	9,807
Impairment of property, plant and equipment and intangible assets	(20)	(65)
Other non-cash expenses and income	24,826	86,256
Changes in assets and liabilities:		
Receivables and contract assets	84,537	(43,481)
Materials, supplies and fossil fuel stocks	4,656	(5,760)
Receivables and payables from derivatives	(10,393)	(167,272)
Other assets	4,195	(12,446)
Trade payables	(31,757)	(686)
Other liabilities	(1,675)	2,970
Cash from operations	157,612	(32,434)
Income taxes paid	(56,307)	(2,742)
Interest paid, net of capitalized interest	(9,516)	(5,779)
Interest received	8,087	4,851
Dividends received	12,147	7,446
Net cash flow from operating activities	112,023	(28,658)

ČEZ, a. s. Statement of Cash Flows for the Year Ended December 31, 2023

continued

In CZK Millions

	2023	2022
INVESTING ACTIVITIES:		
Acquisition of subsidiaries, associates and joint-ventures	(10,927)	(4,145)
Proceeds from disposal of subsidiaries, associates and joint-ventures and original investments repayments	2,959	909
Additions to non-current assets, including capitalized interest	(19,673)	(11,529)
Proceeds from sale of non-current assets	906	477
Loans made	(5,147)	(5,000)
Repayment of loans	8,813	2,232
Change in restricted financial assets	(1,484)	(1,228)
Net cash flow from investing activities	(24,553)	(18,284)
FINANCING ACTIVITIES:		
Proceeds from borrowings	113,483	300,171
Payments of borrowings	(149,956)	(230,889)
Payments of lease liabilities	(259)	(194)
Proceeds from other long-term liabilities	5	17
Payment of other long-term liabilities	(1,822)	(4)
Change in payables/receivables from Group cashpooling	1,546	16,580
Dividends paid	(77,435)	(25,626)
Sale of treasury shares	-	42
Net cash flow from financing activities	(114,438)	60,097
Net effect of currency translation and allowances in cash	(364)	(947)
Net increase (decrease) in cash and cash equivalents	(27,332)	12,208
Cash and cash equivalents at beginning of period	33,012	20,804
Cash and cash equivalents at end of period	5,680	33,012
Supplementary cash flow information:		
Total cash paid for interest	9,959	6,043

Selected Data from the Consolidated Financial Statements of CEZ Group as of December 31, 2023

CEZ Group Consolidated Balance Sheet as of December 31, 2023

In CZK Millions

	2023	2022
ASSETS:		
Plant in service	947,745	903,545
Less accumulated depreciation and impairment	(538,500)	(505,564)
Net plant in service	409,245	397,981
Nuclear fuel	16,228	11,993
Construction work in progress	26,659	25,145
Total property, plant and equipment	452,132	435,119
Investments in associates and joint-ventures	3,737	3,743
Restricted financial assets	25,229	21,561
Other non-current financial assets	30,379	16,715
Intangible assets	27,801	24,423
Deferred tax assets	1,380	50,432
Total other non-current assets	88,526	116,874
Total non-current assets	540,658	551,993
Cash and cash equivalents	10,892	36,609
Trade and other receivables	84,759	167,346
Income tax receivable	942	896
Materials and supplies	20,255	23,790
Fossil fuel stocks	2,857	1,551
Emission rights	30,819	29,668
Derivatives and other current financial assets	111,714	278,509
Other current assets	22,869	17,018
Total current assets	285,107	555,387
Total assets	825,765	1,107,380

CEZ Group Consolidated Balance Sheet as of December 31, 2023

continued

In CZK Millions

	2023	2022
EQUITY AND LIABILITIES:		
Stated capital	53,799	53,799
Treasury shares	(1,334)	(1,334)
Retained earnings and other reserves	191,587	206,421
Total equity attributable to equity holders of the parent	244,052	258,886
Non-controlling interests	1,549	1,375
Total equity	245,601	260,261
Long-term debt, net of current portion	131,042	140,234
Provisions	165,440	146,094
Other long-term financial liabilities	6,104	39,618
Deferred tax liability	43,888	13,768
Other long-term liabilities	31	31
Total non-current liabilities	346,505	339,745
Short-term loans	7,314	53,056
Current portion of long-term debt	30,554	8,856
Trade payables	59,869	84,713
Income tax payable	2,268	16,525
Provisions	31,113	30,923
Derivatives and other short-term financial liabilities	82,540	294,631
Other short-term liabilities	20,001	18,670
Total current liabilities	233,659	507,374
Total equity and liabilities	825,765	1,107,380

CEZ Group Consolidated Statement of Income for the Year Ended December 31, 2023

In CZK Millions

	2023	2022
Sales of electricity, heat, gas and coal	251,799	205,688
Sales of services and other revenues	84,585	75,365
Other operating income	4,201	7,432
Total revenues and other operating income	340,585	288,485
Gains and losses from commodity derivative trading	15,504	41,150
Purchase of electricity, gas and other energies	(83,181)	(69,634)
Fuel and emission rights	(40,243)	(45,409)
Services	(39,722)	(31,931)
Salaries and wages	(37,783)	(33,915)
Material and supplies	(17,514)	(15,036)
Capitalization of expenses to the cost of assets and change in own inventories	4,590	4,445
Depreciation and amortization	(35,336)	(32,757)
Impairment of property, plant and equipment and intangible assets	(5,300)	2,864
Impairment of trade and other receivables	(443)	(377)
Other operating expenses	(16,645)	(5,958)
Income before other income (expenses) and income taxes	84,512	101,927
Interest on debt	(6,299)	(5,013)
Interest on provisions	(7,289)	(2,861)
Interest income	6,279	3,804
Share of profit (loss) from associates and joint-ventures	832	897
Impairment of financial assets	(344)	(519)
Other financial expenses	(2,108)	(5,211)
Other financial income	3,433	6,599
Total other income (expenses)	(5,496)	(2,304)
Income before income taxes	79,016	99,623
Income taxes	(49,442)	(18,918)
	29,574	80,705

Net income attributable to:		
Equity holders of the parent	29,524	80,786
Non-controlling interests	50	(81)
Net income per share attributable to equity holders of the parent (CZK per	share):	
Basic	55.0	150.5
Diluted	55.0	150.5

CEZ Group Consolidated Statement of Comprehensive Income for the Year Ended December 31, 2023

In CZK Millions

2023	2022
29,574	80,705
83,278	(82,058)
22,373	87,751
(131)	403
2,347	(1,359)
26	(1)
948	(412)
(317)	(140)
1,099	(14)
(40)	(56)
(75,295)	39,189
34,288	43,303
(304)	111
(3)	12
-	(405)
(307)	(282)
33,981	43,021
63,555	123,726
	29,574 83,278 22,373 (131) 2,347 26 948 (317) 1,099 (40) (75,295) 34,288 (304) (3) - (307)

Total comprehensive income attributable to:		
Equity holders of the parent	63,473	123,840
Non-controlling interests	82	(114)

CEZ Group Consolidated Statement of Changes in Equity for the Year Ended December 31, 2023

In CZK Millions

	Attributable to equity holders of the parent						Non-	Total		
	Stated capital	Treasury shares	Translation difference	Cash flow hedge reserve	Debt instruments	Equity instruments and other reserves	Retained earnings	Total	controlling interests	equity
Balance as at January 1, 2022	53,799	(1,423)	(4,637)	(67,212)	(647)	(1,721)	182,597	160,756	1,742	162,498
Net income	-	-	-	_	_	-	80,786	80,786	(81)	80,705
Other comprehensive income	-	-	(534)	44,954	(1,028)	(295)	(43)	43,054	(33)	43,021
Total comprehensive income	-	-	(534)	44,954	(1,028)	(295)	80,743	123,840	(114)	123,726
Dividends	-	-	-	_	_	-	(25,727)	(25,727)	(23)	(25,750)
Sale of treasury shares	-	89	-	-	_	-	(47)	42	-	42
Exercised and forfeited share options	-	-	-	-	-	(4)	4	-	-	-
Acquisition of subsidiaries	-	_	-	-	_	-	-	-	36	36
Changes of non-controlling interests without loss of control	-	-	_	-	-	-	(52)	(52)	(306)	(358)
Put options held by non-controlling interests	-	-	(6)	-	_	-	33	27	40	67
Balance as at December 31, 2022	53,799	(1,334)	(5,177)	(22,258)	(1,675)	(2,020)	237,551	258,886	1,375	260,261

CEZ Group Consolidated Statement of Changes in Equity for the Year Ended December 31, 2023

continued

In CZK Millions

	Attributable to equity holders of the parent							Non-	Total	
	Stated capital	Treasury shares	Translation difference	Cash flow hedge reserve	Debt instruments	Equity instruments and other reserves	Retained earnings	Total	controlling interests	equity
Balance as at January 1, 2023	53,799	(1,334)	(5,177)	(22,258)	(1,675)	(2,020)	237,551	258,886	1,375	260,261
Net income	-	-	-	_	_	-	29,524	29,524	50	29,574
Other comprehensive income	-	-	1,698	30,640	1,959	(304)	(44)	33,949	32	33,981
Total comprehensive income	-	-	1,698	30,640	1,959	(304)	29,480	63,473	82	63,555
Dividends	-	-	-	-	_	-	(77,810)	(77,810)	(9)	(77,819)
Contribution from owners of non-controlling interests	-	-	-	-	_	-	-	-	40	40
Acquisition of subsidiaries	-	_	-	_	_	_	-	-	194	194
Changes of non-controlling interests without loss of control	_	-	1	-	-	-	(8)	(7)	(9)	(16)
Put options held by non-controlling interests	-	-	10	-	-	-	(500)	(490)	(124)	(614)
Balance as at December 31, 2023	53,799	(1,334)	(3,468)	8,382	284	(2,324)	188,713	244,052	1,549	245,601

CEZ Group Consolidated Statement of Cash Flows for the Year Ended December 31, 2023

In CZK Millions

	2023	2022
OPERATING ACTIVITIES:		
Income before income taxes	79,016	99,623
Adjustments of income before income taxes to cash generated from operations:		
Depreciation and amortization	35,336	32,757
Amortization of nuclear fuel	3,655	3,907
(Gains) and losses on non-current asset retirements	(486)	(92)
Foreign exchange rate loss (gain)	(1,102)	4,432
Interest expense, interest income and dividend income	8	1,195
Provisions	6,505	11,557
Impairment of property, plant and equipment and intangible assets	5,300	(2,864)
Other non-cash expenses and income	26,559	85,508
Share of (profit) loss from associates and joint-ventures	(832)	(897)
Changes in assets and liabilities:		
Receivables and contract assets	74,817	(38,091)
Materials, supplies and fossil fuel stocks	3,002	(11,095)
Receivables and payables from derivatives	(8,733)	(166,580)
Other assets	3,488	(16,292)
Trade payables	(29,005)	(1,391)
Other liabilities	172	9,194
Cash from operations	197,700	10,871
Income taxes paid	(60,313)	(5,409)
Interest paid, net of capitalized interest	(6,075)	(4,158)
Interest received	6,222	3,761
Dividends received	33	27
Net cash flow from operating activities	137,567	5,092

CEZ Group Consolidated Statement of Cash Flows for the Year Ended December 31, 2023

continued

In CZK Millions

	2023	2022
INVESTING ACTIVITIES:		
Acquisition of subsidiaries, associates and joint-ventures, net of cash acquired	(2,584)	(1,864)
Disposal of subsidiaries, associates and joint-ventures, net of cash disposed of	2,735	(12)
Additions to non-current assets, including capitalized interest	(44,792)	(33,948)
Proceeds from sale of non-current assets	432	918
Loans made	(154)	(37)
Repayment of loans	34	468
Change in restricted financial assets	(1,726)	(2,237)
Total cash used in investing activities	(46,055)	(36,712)
FINANCING ACTIVITIES:		
Proceeds from borrowings	114,195	301,606
Payments of borrowings	(150,442)	(232,276)
Payments of lease liabilities	(856)	(709)
Proceeds from other long-term liabilities	12	71
Payments of other long-term liabilities	(2,436)	(76)
Dividends paid to Company's shareholders	(77,435)	(25,626)
(Dividends paid) contributions received – owners of non-controlling interests, net	27	(23)
Sale of treasury shares	-	42
Acquisition of non-controlling interests	(28)	(358)
Sale of non-controlling interests	12	-
Total cash used in financing activities	(116,951)	42,651
Net effect of currency translation and allowances in cash	(278)	(1,062)
Net increase (decrease) in cash and cash equivalents	(25,717)	9,969
Cash and cash equivalents at beginning of period	36,609	26,640
Cash and cash equivalents at end of period	10,892	36,609
Supplementary cash flow information:		
Total cash paid for interest	6,548	4,449
Total Casil Palu for lifterest	0,046	4,449